

**JOINT DECLARATION AND POWER OF ATTORNEY  
FOR PATENT APPLICATION**



X/S

As a below named inventors, we hereby declare that:

Our residence, post office addresses and citizenship are as stated below next to our names;

We believe that we are the original, first and joint inventors of the subject matter which is claimed and for which a utility patent is sought on the invention entitled:

**SYSTEM AND METHOD FOR PROVIDING AN INTERACTIVE,  
VISUAL COMPLEMENT TO AN AUDIO PROGRAM**

the specification of which:

- was filed on February 6, 2002 as United States Non-Provisional Application No. 10/066,793 bearing Attorney Docket No. 14688-518
- is attached hereto.

We hereby state that we have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information that is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56.

We acknowledge the duty to disclose to the Office all information known to us to be material to patentability as defined in §1.56, which became available between the filing date of the prior application and the national or PCT international filing date of the continuation-in-part application.

**Prior Foreign Application(s)**

- We hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) or §365(b) of any foreign application(s) for patent or inventor's certificate, or §365(a) of any PCT International application designating at least one country other than the United States listed below and have also identified below any foreign application for patent or inventor's certificate or PCT International application having a filing date before that of the application on which priority is claimed.

Priority  
Claimed

---

(Number)	(Country - if PCT, so indicate)	(dd/mm/yy Filed)	<input type="checkbox"/>	<input type="checkbox"/>
----------	---------------------------------	------------------	--------------------------	--------------------------

Yes No

### Prior United States Provisional Application(s)

We hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below

Application Serial Number	Filing Date (MM/DD/YYYY)
60/315,046	August 28, 2001

### Prior United States Applications(s)

We hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s), listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, we acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application::

U.S. Parent Application Serial Number	Parent Filing Date (MM/DD/YYYY)	Parent Patent Number <i>(if applicable)</i>
--	------------------------------------	--

We hereby appoint the following attorneys and/or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Attorney or Agent	Registration No.	Attorney or Agent	Registration No.
Kevin Ainsworth	39,586	David E. Johnson	41,874
Ingrid Beattie	42,306	Christina Karnakis	45,899
William Belanger	40,509	Robert Klauzinski	42,742
Naomi Biswas	38,384	Kristin E. Konzak	44,848
Bradford C. Blaise	47,429	Cynthia Kozakiewicz	42,764
Duane Blake	47,279	Barry Marenberg	40,715
Yong Choi	43,324	William Marino	44,219
David F. Crosby	36,400	A. Jason Mirabito	28,161
Christopher J. Cuneo	42,450	Michel Morency	P-50,183
Brett N. Dorny	35,860	Carol H. Peters	45,010
Marianne Downing	42,870	David Poirier	43,007
Ivor R. Elrifi	39,529	Michael Renaud	44,299
Heidi A. Erlacher	45,409	Brian Rosenbloom	41,276
James G. Gatto	32,694	Thomas M. Sullivan	39,392

Richard Gervase	P-46,725	Janine Susan	46,119
Matthew J. Golden	35,161	Howard Susser	33,556
John A. Harre	37,345	Shelby J. Walker	45,192
Brian P. Hopkins	42,669		
Shane Hunter	41,858		

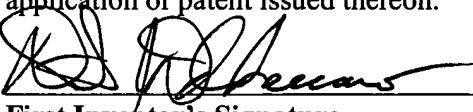
all of MINTZ, LEVIN, COHN, FERRIS, GLOVSKY AND POPEO PC, One Financial Center, Boston, Massachusetts 02111, as Applicant's attorneys with full power of substitution and revocation to take any and all action necessary with regard to the above-identified patent.

All correspondence and telephone communication should be addressed to:

Brian S. Rosenbloom  
 Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.  
 11911 Freedom Drive, Suite 400  
 Reston, Virginia 20190

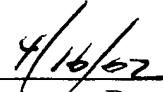
Telephone: (703) 464-4800

We hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or patent issued thereon.



**First Inventor's Signature**

Full Name of Inventor: David J. Del Beccaro  
 Citizenship: U.S.A.  
 Residence: 777 Wooded Road  
 Jenkintown, PA 19046  
 Mailing Address: Same as above

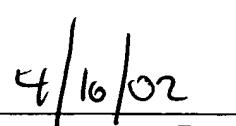


**Date**



**Second Inventor's Signature**

Full Name of Inventor: Stuart H. Farber  
 Citizenship: U.S.A.  
 Residence: 21 Heather Lane  
 Horsham, PA 19044  
 Mailing Address: Same as above



**Date**

Kelley L. Giannetti

**Third Inventor's Signature**

Full Name of Inventor: Kelley L. Giannetti  
Citizenship: U.S.A.  
Residence: 20 Stephanie Court  
Gilbertsville, PA 19525  
Mailing Address: Same as above

4/11/02

Date

Donna M. O'Neill

**Fourth Inventor's Signature**

Full Name of Inventor: Donna M. O'Neill  
Citizenship: U.S.A.  
Residence: 103 Gordon Lane  
North Wales, PA 19454  
Mailing Address: Same as above

4/16/02

Date

Jeremy C. Rosenberg

**Fifth Inventor's Signature**  
Full Name of Inventor: Jeremy C. Rosenberg  
Citizenship: U.S.A.  
Residence: 1006 S. Adams Street  
Havre de Grace, MD 21078  
Mailing Address: Same as above

4/22/02

Date

Robert M. Steinberg

**Sixth Inventor's Signature**  
Full Name of Inventor: Robert M. Steinberg  
Citizenship: U.S.A.  
Residence: 235 Winchester Drive  
Horsham, PA 19044  
Mailing Address: Same as above

4/16/02

Date

*Christina Tancredi*

**Seventh Inventor's Signature**

Full Name of Inventor: Christina B. Tancredi  
Citizenship: Canadian  
Residence: 871 Burgdorf Lane  
Ambler, PA 19002  
Mailing Address: Same as above

*4/16/02*

**Date**

*Ronald M. Yurman*

**Eighth Inventor's Signature**  
Full Name of Inventor: Ronald M. Yurman  
Citizenship: U.S.A.  
Residence: 43 Colton Circle  
West Orange, NJ 07052  
Mailing Address: Same as above

*4/22/02*

**Date**

RES 62060v1